

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
LUFKIN DIVISION

SYLVESTER MCCLAIN, on his own
behalf and on behalf of a class of similarly
situated persons, et al.,

Plaintiffs,

vs.

LUFKIN INDUSTRIES,

Defendant.

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CIVIL ACTION NO. 9:97-CV-063

JUDGE COBB

AMENDED DECLARATION OF CHRISTOPHER V. BACON

I, Christopher V. Bacon, pursuant to 28 U.S.C. § 1746, declare as follows:

1. I am employed as a Counsel at Vinson & Elkins, LLP. I have represented Lufkin Industries since this lawsuit was filed by Timothy Garrigan in February 1997, and I have personal knowledge of the matters testified about in this Declaration.

2. I have reviewed the Vinson & Elkins, LLP's invoices to Lufkin Industries for this case.

3. The table below lists the current hourly rates for attorneys and paralegals who worked on this case. For attorneys and paralegals who are no longer employed (identified with *), their last rate billed on this case is listed:

Timekeepers Billing Over 10.00 hours

| Name | Title | Last Rate Billed On this Case | Current Rate if Still Employed |
|------------------------|--------------|--|---|
| Smither, John * | Partner | 395 | — |
| Hamel, Douglas | Partner | 675 | 675 |
| Samora, Gwen | Partner | 625 | 625 |
| Bacon, Chris | Counsel | 475 | 475 |
| Porterfield, Tara | Counsel | 475 | 475 |
| Gatling, Yvette * | Associate | 140 | — |
| Mahoney, Mary * | Associate | 335 | — |
| Merten, Julianne * | Associate | 250 | — |
| Daehn, Jennifer * | Associate | 220 | — |
| Eberhart, Allison * | Associate | 220 | — |
| Giarrusso, Catherine * | Associate | 200 | — |
| Ferber, Amy * | Associate | 225 | — |
| Lee, Shin-Yueh * | Associate | 245 | — |
| Christ, Vanetta Lori * | Associate | 220 | — |
| Devine, Corey | Associate | 210 | 280 |
| Ramirez, Mauro | Associate | 255 | 255 |
| Thomas, Millie | Associate | 255 | 255 |
| Zimmermann, Ashley * | Associate | 185 | — |
| Johnson, Jack * | Associate | 200 | — |
| Sullivan, Susanne * | Associate | 140 | — |

| Name | Title | Last Rate Billed On this Case | Current Rate if Still Employed |
|-----------------------|-------------------|----------------------------------|-----------------------------------|
| Martinez, Samantha * | Associate | 125 | — |
| Muskat, Michael * | Associate | 240 | — |
| Burnside, Rebecca * | Summer Clerk | 75 | — |
| Dunn, Karlene * | Summer Clerk | 75 | — |
| Callender, Mark * | Summer Clerk | 110 | — |
| Lee, Shin-Yueh * | Summer Clerk | 110 | — |
| Green, Carol | Paralegal | 160 | 280 |
| Brown, Connie | Paralegal | 165 | 240 |
| Palmer, Beverly * | Paralegal | 200 | — |
| Milbouer, Penny * | Paralegal | 165 | — |
| Altom, Jean * | Paralegal | 160 | — |
| Marsh, Donna | Paralegal | 280 | 280 |
| Chambers, Christianne | Paralegal | 165 | 250 |
| Crider, Dawn | Paralegal | 165 | 245 |
| Rios, Patricia * | Paralegal | 185 | — |
| Wood, Amanda * | Paralegal | 140 | — |
| Wood, Carolyn | Paralegal | 230 | 230 |
| Goode, Diane * | Paralegal | 110 | — |
| Henke, Tara * | Paralegal | 105 | — |
| Code, Leslie * | Paralegal | 125 | — |
| Shank, Jeff * | Project Assistant | 35 | — |

| Name | Title | Last Rate Billed On this Case | Current Rate if Still Employed |
|---------------------|-------------------|----------------------------------|-----------------------------------|
| Perez, Marco * | Project Assistant | 85 | — |
| Yi, Marcus * | Project Assistant | 35 | — |
| Felton, Leslie | Project Assistant | 105 | 140 |
| Wilson, Cyndy | Project Assistant | 70 | 105 |
| Adams, Regina * | Project Assistant | 95 | — |
| Johnson, Tina * | Project Assistant | 70 | — |
| Skinner, Julie | Project Assistant | 105 | 105 |
| Johnson, Brandon * | Practice Support | 140 | — |
| McElroy, Linda | Project Assistant | 100 | 135 |
| Sossaman, Jan | Project Assistant | 140 | 165 |
| Young, Lynn | Project Assistant | 85 | 165 |
| Harris, Charlotte * | Project Assistant | 195 | — |
| Rochester, Merle * | Practice Support | 50 | — |
| Johnson, Honor * | Practice Support | 50 | — |
| Luddington, Ardis * | Practice Support | 50 | — |
| Vargas, Gilbert * | Practice Support | 50 | — |
| Prayther, Arthur * | Practice Support | 50 | — |

Time Keepers Billing Under 10.00 hours

(Those identified with ● billed less than one hour)

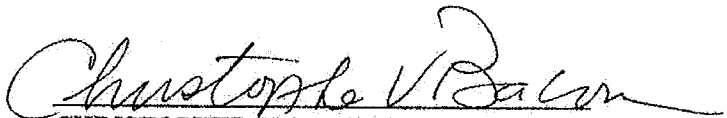
| Name | Title | Last Rate Billed | Current Rate if Still Employed |
|-----------------------|------------|------------------|--------------------------------|
| Amaon, Gary * | Partner | 360 | — |
| Byrd, Chris * | Partner | 300 | — |
| Griffith, Vanessa | Partner | 355 | 500 |
| Hahn, Christopher * | Partner | 210 | — |
| Jordan, Carl ● | Partner | 490 | 675 |
| Robin, Alan ● | Partner | 390 | 850 |
| Schwartz, Charles * ● | Partner | 360 | — |
| Johnson, Suzy * ● | Of Counsel | 345 | — |
| Goldberg, Daniel * | Associate | 260 | — |
| Ivey, Bob * | Associate | 290 | — |
| Hittleman, Tara * ● | Associate | 135 | — |
| Just, Raymond * ● | Associate | 130 | — |
| Yancey, Susan | Librarian | 225 | 310 |
| Parker, Karla | Paralegal | 140 | 230 |
| Walker, Jennifer * ● | Paralegal | 155 | — |
| Neumann, Kim | Paralegal | 195 | 280 |
| Lachaux, Gill | Paralegal | 240 | 240 |
| Sullivan, Bill | Paralegal | 215 | 280 |
| Dawson, Jamie * | Paralegal | 90 | — |

| Name | Title | Last Rate Billed | Current Rate if Still Employed |
|---------------------|-------------------|------------------|--------------------------------|
| Harmon, Eric * | Law Clerk | 50 | — |
| Crane, Deanne * | Summer Clerk | 45 | — |
| Wisdom, Laura * | Summer Clerk | 30 | — |
| Daehn, Jennifer * | Summer Clerk | 110 | — |
| Bexar, Beth | Practice Support | 140 | 195 |
| Nufer, Janet * ● | Practice Support | 140 | — |
| McKinney, Khrys * ● | Practice Support | 150 | — |
| Hindaoui, Jamie * ● | Practice Support | 50 | — |
| Vargas, Gilbert * | Practice Support | 50 | — |
| Davila, Bertha | Project Assistant | 65 | 105 |
| Medellin, Mario | Project Assistant | 60 | 105 |
| Bowen, Jeff * | Project Assistant | 105 | — |
| Hernandez, Dinora | Project Assistant | 105 | 140 |
| Easterling, William | Project Assistant | 55 | 105 |
| Brown, Vetitia * | Project Assistant | 85 | — |
| Jones, Andrew * | Project Assistant | 75 | — |
| Garza, Rosemary * | Project Assistant | 20 | — |

4. 13,098.90 hours were billed for work performed by attorneys in this case.
5. 1,417.35 hours were billed for work performed by paralegals in this case.
6. 227.00 hours were billed for work performed by summer clerks in this case.
7. 1085.75 hours were billed for work performed by practice support in this case.

8. 1471.25 hours were billed for work performed by project assistants in this case.
9. 2.00 hours were billed for work performed by a librarian in this case.
10. 6.50 hours were billed for work performed by law clerks in this case.
11. To date, the total fee billed to Lufkin Industries for this case is \$4,864,923.37.
12. I declare of penalty of perjury that the foregoing is true and correct.

EXECUTED on the 15th day of January 2009


CHRISTOPHER V. BACON